



Crédit Industriel et Commercial

520 Madison Avenue
New York, NY 10022
Phone (212) 715-4400
Rapifax: (212) 715-4477
Swift: CMCIUS33

IRREVOCABLE STANDBY LETTER OF CREDIT

IRREVOCABLE STANDBY LETTER OF CREDIT NUMBER: (b) (6)

ISSUANCE DATE: March 11, 2020

MAXIMUM AMOUNT: USD4,355,000.00

APPLICANT:

At the request of Legacy Site Services LLC
665 Stockton Drive, Suite 100
Exton, PA 19341
Attn. Danny Kite, President
Tel. 713-483-5064
e-mail: danny.kite@total.com.

As agent for Arkema Inc., and
For the account of Total Finance USA, Inc.

BENEFICIARY:

U.S. Environmental Protection Agency Region 10
c/o Sheila Fleming, Acting Division Director
Superfund and Emergency Management Division EPA Region 10
1200 Sixth Avenue
Seattle, WA 98101
PH (206) 553-1417; e-mail: Fleming.sheila@Epa.gov

Dear Sir or Madam:

We hereby establish our Irrevocable Standby Letter of Credit No. (b) (6) in your favor, at the request of Legacy Site Services LLC, 665 Stockton Drive, Suite 100, Exton, PA 19341 Attn. Danny Kite, President, Tel. 713-483-5064, e-mail: danny.kite@total.com, as agent for Arkema Inc., and for the account of Total Finance USA, Inc., (the 'Applicant'), in the amount of USD4,355,000.00 (the 'Maximum Amount'). We hereby authorize you, the United States Environmental Protection Agency (the 'Beneficiary'), to draw at sight on us, Credit Industriel et Commercial, 520 Madison Avenue, New York, NY 10022, an aggregate amount equal to the Maximum Amount upon presentation of:

1. Your sight draft, bearing reference to this Letter of Credit No. (b) (6) (which may, without limitation, be presented in the form attached hereto as Exhibit A); and

Continued on page 2, which forms an integral part of this Letter of Credit



Our (b) (6) for USD4,355,000.00

Page 2

2. Your signed statement reading as follows: "I certify that the amount of the draft is payable pursuant to that certain Administrative Settlement Agreement and Order on Consent for Remedial Design at River Mile 7W Project Area, dated February 21, 2020, CERCLA Docket No. 10-2020-0054, between the United States and Arkema Inc. and Bayer CropScience Inc., entered into by the parties thereto in accordance with the authority of the Comprehensive Environmental Response, Compensation, and Liability Act, 42 U.S.C. §§ 9601-9675, relating to the Portland Harbor Superfund Site."

This Letter of Credit is effective as of March 11, 2020 and shall expire on March 11, 2021, but such expiration date shall be automatically extended for a period of 1 year on March 11, 2021 and on each successive expiration date, unless, at least 120 days before the current expiration date, we notify both you and the Applicant by certified mail that we have decided not to extend this Letter of Credit beyond the current expiration date. In the event you are so notified, any unused portion of the Letter of Credit shall immediately thereupon be available to you upon presentation of your sight draft for a period of at least 120 days after the date of receipt by both you and the Applicant of such notification, as shown on signed return receipts.

All notifications, requests, and demands required or permitted hereunder shall be given in writing, identify the site, and provide a contact person (and contact information).

Multiple and partial draws on this Letter of Credit are expressly permitted, up to an aggregate amount not to exceed the Maximum Amount. Whenever this Letter of Credit is drawn on, under, and in compliance with the terms hereof, we shall duly honor such draft upon presentation to us, and we shall deposit the amount of the draft in immediately available funds directly into such account or accounts as may be specified in accordance with your instructions.

All banking and other charges under this Letter of Credit are for the account of the Applicant.

This Letter of Credit is subject to the most recent edition of the Uniform Customs and Practice for Documentary Credits, published and copyrighted by the International Chamber of Commerce.

Continued on page 3, which forms an integral part of this Letter of Credit



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Page 3

Please address all correspondence regarding this Letter of Credit to the attention of the Standby Letter of Credit Department located at 520 Madison Avenue, New York, NY 10022, referring to our Letter of Credit No. (b) (6). For telephone assistance, please contact the Standby Letter of Credit Department at (212) 715-4574 and have this Letter of Credit number available.

Date: March 11, 2020
Crédit Industriel et Commercial
New York

Signature: Louvenia Davis
Printed Name: Louvenia Davis
Title: Vice President



Signature: Laura J. Carosi
Printed Name: Laura J. Carosi
Title: Assistant Vice President

**Exhibit A - Form of Sight Draft
[EPA LETTERHEAD]**

SIGHT DRAFT

TO: Credit Industriel et Commercial
520 Madison Avenue
New York, NY 10022
Attn. Letters of Credit

RE: Letter of Credit No. (b) (6)

DATE: [Insert date on which draw is made]

TIME: [Insert time of day at which draw is made]

This draft is drawn under your Irrevocable Standby Letter of Credit No. (b) (6). I certify that the amount of the draft is payable pursuant to that certain Administrative Settlement Agreement and Order on Consent for Remedial Design at River Mile 7W Project Area, dated February 21, 2020, CERCLA Docket No. 10-2020-0054, between the United States and Arkema Inc. and Bayer CropScience Inc., entered into by the parties thereto in accordance with the authority of the Comprehensive Environmental Response, Compensation, and Liability Act, 42 U.S.C. §§ 9601-9675, relating to the Portland Harbor Superfund Site. Pay to the order of the United States Environmental Protection Agency, in immediately available funds, the amount of USD [insert dollar amount of draw] or, if no amount certain is specified, the total balance remaining available under such Irrevocable Standby Letter of Credit.

Pay such amount as is specified in the immediately preceding paragraph by [insert payment instructions as appropriate, such as: "Fedwire EFT, referencing Site/Spill ID Number [insert number] [and DJ Number [insert number]]. The Fedwire EFT payment must be sent as follows:

Federal Reserve Bank of New York
ABA = 021030004
Account = 68010727
SWIFT address = FRNYUS33
33 Liberty Street
New York NY 10045
Field Tag 4200 of the Fedwire message should read [D 68010727
Environmental Protection Agency]"

The total amount paid shall be deposited by EPA in the [insert site name [operable unit]]

Special Account to be retained and used to conduct or finance response actions at or in connection with the site, or to be transferred by EPA to the EPA Hazardous Substance Superfund.

This Sight Draft has been duly executed by the undersigned, an authorized representative or agent of the United States Environmental Protection Agency, whose signature hereupon constitutes an endorsement.

By [signature]: _____
Printed name: _____
Title: _____
Address: _____
Contact information: _____